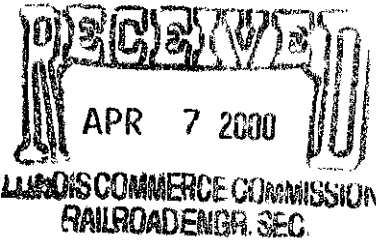


COPY

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)



STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION

DEPARTMENT OF TRANSPORTATION,)
STATE OF ILLINOIS,)
)
Petitioner,) ICC Case No. T00-0017
)
vs.) Parcel 19G 0026PE-A,C,E,F
)
WISCONSIN CENTRAL LTD.,)
an Illinois corporation,)
)
Respondent.)
)
Petition for approval of the)
taking or damaging of certain)
properties in Lake County,)
Illinois by exercising the right)
of eminent domain.)

**FIRST AMENDMENT TO
PETITION FOR APPROVAL TO TAKE PROPERTY**

TO THE ILLINOIS COMMERCE COMMISSION:

Petitioner, DEPARTMENT OF TRANSPORTATION, STATE OF ILLINOIS,
by leave of the Illinois Commerce Commission, amends the Petition
for Approval to Take Property as follows:

To the introduction, by adding the sentence:

Petitioner also request approval to proceed to quick-take
hearing pursuant to Section 5/7-103 of the Eminent Domain Act of
Illinois.

ROCKETT

To the body of the petition, by adding the following paragraph:

11. It is necessary that Petitioner proceed to quick-take hearing pursuant to Section 5/7-103 of the Eminent Domain Act of Illinois.

To the prayer for relief, by adding the sentence:

Petitioner also request the Illinois Commerce Commission to approve proceeding to quick-take hearing in taking the subject property, pursuant to Section 5/7-103 of the Eminent Domain Act of Illinois.

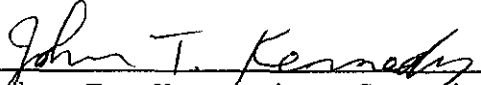
DEPARTMENT OF TRANSPORTATION,
STATE OF ILLINOIS

By: John T. Kennedy
Special Assistant
Attorney General


John T. Kennedy
Special Assistant Attorney General
500 Davis Street, Suite 701
Evanston, Illinois 60201
(847) 425-1115

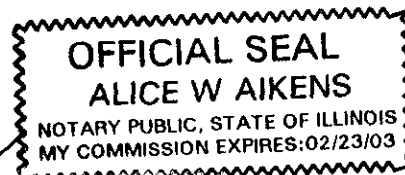
State of Illinois)
) SS
County of Cook)

I, John T. Kennedy, being first duly sworn, depose and state that I am a Special Assistant Attorney General for the State of Illinois, that I have read the above and foregoing First Amendment to the Petition for Approval to Take Property by me subscribed, have knowledge of the contents thereof, and that on information and belief the contents are true in substance and in fact.


John T. Kennedy, Special
Assistant Attorney General

Subscribed and sworn to
before me this 6th day of
April, 2000.


Notary Public



STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION

DEPARTMENT OF TRANSPORTATION,
STATE OF ILLINOIS,

Petitioner,

vs.

Docket No. T00-0017

WISCONSIN CENTRAL LTD.,
an Illinois corporation,

Parcel 19G 0026PE-A,C,E,F

Respondent.

NOTICE OF FILING

To:

MICHAEL J. BARRON, JR.
General Attorney
Wisconsin Central Ltd.
P.O. Box 5062
Rosemont, IL 60017-5062

MR. HENRY HUMPHRIES
ICC Staff Witness
Illinois Commerce Commission
Transportation Section, Railroad Division
527 East Capital Avenue
Springfield, Illinois 62701

PLEASE TAKE NOTICE that on April 6, 2000, Petitioner's First Amendment to Petition for Approval to Take Property was sent for filing to the Illinois Commerce Commission, a copy of which is hereby served upon you.

DEPARTMENT OF TRANSPORTATION,
STATE OF ILLINOIS,

By John T. Kennedy
John T. Kennedy, Special
Assistant Attorney General
500 Davis Street, Suite 701
Evanston, IL 60201
(847) 425-1115

PROOF OF SERVICE

I, John T. Kennedy, an attorney, certify that on April 6, 2000, I served this First Amendment to Petition for Approval to Take Property, as follows:

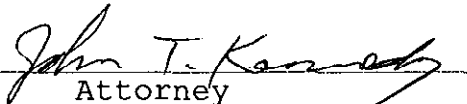
by sending same UPS next day delivery to:

DONNA M. CATON, Chief Clerk
Illinois Commerce Commission
527 East Capital Avenue
Springfield, Illinois 62701
(original and four copies)

by mailing a copy, by first class U.S. mail, with proper postage attached, to each of the following:

MICHAEL J. BARRON, JR.
General Attorney
Wisconsin Central Ltd.
P.O. Box 5062
Rosemont, IL 60017-5062

MR. HENRY HUMPHRIES
ICC Staff Witness
Illinois Commerce Commission
Transportation Section, Railroad Division
527 East Capital Avenue
Springfield, Illinois 62701


Attorney